526 East Park Avenue Tallahassee, Florida 32301, (850) 681-6528 HOLD

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810121/4375U

August 24, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

 NEW FILINGS
Profit
 Non Profit
Limited Liability
Domestication
 Other

 OTHER FILINGS
 Annual Reports
 Fictitious Name
Name Reservation
Reinstatement

- :-	3	<u> </u>
		AMENDMENTS
	X	Amendment
-	<u>,</u>	Resignation of RA Officer/Director
		Change of Registered Agent
		Dissolution/Withdrawal
		Merger

	REGISTRATION/QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
_	Trademark
	Other

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ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:
FIRST: The name of the corporation is: Freckles Fantasies Inc.
SECOND: The date dissolution was authorized: August 28, 2000.
THIRD: Adoption of Dissolution (CHECK ONE)
X Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
Dissolution was approved by vote of the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:
The number of votes cast for dissolution was sufficient for approval by
(voting group)
Signed this 3/ day of August, 2000 Signature
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)
Steven Udell
(Typed or printed name)
President/Director
(Title)

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